

Fill in this information to identify the case

United States Bankruptcy Court for the:

District of Delaware

Case number (if known): _____ Chapter 11☐ Check if this is an amended filingOfficial Form 201**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

04/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name TK Holdings Inc.

2. All other names debtor used in the last 8 years

Include any assumed names, trade names, and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 13 - 3573416

4. Debtor's address

Principal place of business

Mailing address, if different from principal place of business

2500 Takata Drive
Number Street

Number Street

P.O. Box

Auburn Hills MI 48326
City State ZIP Code

City State ZIP Code

Location of principal assets, if different from principal place of business

Oakland
County

Number Street

City State ZIP Code

5. Debtor's website (URL) www.takata.com/en/

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))☐ Partnership (excluding LLP)☐ Other. Specify: _____

7. Describe debtor's business**A. Check one:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above: Automotive Safety System Supplier

B. Check all that apply:

- ☐ Tax- entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

3363

8. Under which chapter of the Bankruptcy Code is the debtor filing?**Check one:**

- ☐ Chapter 7
☐ Chapter 9

☒ Chapter 11. **Check all that apply:**

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**☒ No☐ Yes

District _____ When _____ Case number _____

MM/ DD/ YYYY

If more than 2 cases, attach a separate list.

District _____ When _____ Case number _____

MM / DD/ YYYY

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?☐ No☒ YesDebtor See attached Schedule 1 Relationship See attached Schedule 1District See attached Schedule 1 When 06/25/2017

List all cases. If more than 1, attach a separate list.

Case number, if known _____ MM / DD/ YYYY

11. Why is the case filed in this district?*Check all that apply:*

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?¹☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention?** *(Check all that apply.)*

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

- ☐ It needs to be physically secured or protected from the weather.

- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other _____**Where is the property?**

Number _____

Street _____

City _____

State _____

ZIP Code _____

Is the property insured?☐ No☐ Yes. Insurance agency _____

Contact Name _____

Phone _____

Statistical and administrative information (on a consolidated basis)**13. Debtor's estimation of available funds***Check one:*

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors☐ 1-49☐ 1,000-5,000☐ 25,001-50,000☐ 50-99☐ 5,001-10,000☒ 50,001-100,000☐ 100-199☐ 10,001-25,000☐ More than 100,000☐ 200-999**15. Estimated assets**☐ \$0-\$50,000☐ \$1,000,001-\$10 million☐ \$500,000,001-\$1 billion☐ \$50,001-\$100,000☐ \$10,000,001-\$50 million☒ \$1,000,000,001-\$10 billion☐ \$100,001-\$500,000☐ \$50,000,001-\$100 million☐ \$10,000,000,001-\$50 billion☐ \$500,001-\$1 million☐ \$100,000,001-\$500 million☐ More than \$50 billion

¹ In the ordinary course of its business and manufacturing operations, the Debtor stores, transports, and utilizes certain chemicals and other materials, including without limitation, ammonium nitrate, which may be combustible in certain circumstances. To the best of the Debtor's knowledge and belief, these items pose no threat of imminent and identifiable harm to the public health and safety.

16. Estimated liabilities

- | | | |
|--|--|---|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input checked="" type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING – Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

- * The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
- * I have been authorized to file this petition on behalf of the debtor.
- * I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/25/2017
MM / DD / YYYY

x

/s/ Ken Bowling

Signature of authorized representative of debtor

Ken Bowling

Printed name

Secretary

Title

18. Signature of attorney

x

/s/ Mark D. Collins

Signature of attorney for debtor

Date 06/25/2017

MM / DD / YYYY

Mark D. Collins

Printed Name

Ronit J. Berkovich

Richards, Layton & Finger, P.A.

Firm Name

Weil, Gotshal & Manges LLP

One Rodney Square, 920 North King Street

Number Street

767 Fifth Avenue

Wilmington, DE 19801

City/State/Zip

New York, NY 10153

(302) 651-7700

Contact phone

(212) 310-8000

collins@rlf.com

Contact email address

ronit.berkovich@weil.com

2981

Bar Number

DE

State

Schedule 1**Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor**

On the date hereof, each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware. The Debtors have filed a motion requesting that the chapter 11 cases of these entities be consolidated for procedural purposes only and jointly administered under the number assigned to the chapter 11 case of TK Holdings Inc.

COMPANY	CASE NUMBER
Takata Americas	17-_____()
TK Finance, LLC	17-_____()
TK China, LLC	17-_____()
TK Holdings Inc.	17-_____()
Takata Protection Systems Inc.	17-_____()
Interiors in Flight Inc.	17-_____()
TK Mexico Inc.	17-_____()
TK Mexico LLC	17-_____()
TK Holdings de Mexico, S. de R.L. de C.V.	17-_____()
Industrias Irvin de Mexico, S.A. de C.V.	17-_____()
Takata de Mexico, S.A. de C.V.	17-_____()
Strosshe-Mex, S. de R.L. de C.V.	17-_____()

**UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS
OF
TK HOLDINGS INC.**

June 25, 2017

Effective as of this 25th day of June, 2017, the undersigned, constituting all of the members of the board of directors (the “**Board**”) of TK Holdings Inc., a Delaware corporation (the “**Company**”), do hereby approve, authorize, consent to and adopt the following recitals and resolutions and the actions therein authorized (this “**Consent**”) to have the same force and effect as if adopted at a meeting of the Board, duly called and held as of the date hereof:

I. Commencement of Chapter 11 Case

NOW, THEREFORE, BE IT RESOLVED, that the Board has determined, after consultation with the management and the legal and financial advisors of the Company, that it is desirable and in the best interests of the Company, its shareholders, creditors, and other parties in interest that a petition be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”); and be it further

RESOLVED, that any officer of the Company (each, an “**Authorized Officer**”), in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, to negotiate, execute, deliver, and file, in the name and on behalf of the Company, and under its corporate seal or otherwise, all plans, petitions, schedules, statements, motions, lists, applications, pleadings, papers, affidavits, declarations, orders and other documents (the “**Chapter 11 Filings**”) in the United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”) (with such changes therein and additions thereto as any such Authorized Officer may deem necessary, appropriate or advisable, the execution and delivery of any of the Chapter 11 Filings by any such Authorized Officer with any changes thereto to be conclusive evidence that any such Authorized Officer deemed such changes to meet such standard); and be it further

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds that such Authorized Officer deems necessary, appropriate, or desirable in connection with the Company’s chapter 11 case (the “**Chapter 11 Case**”) or the Chapter 11 Filings, including, without limitation, (i) the payment of fees, expenses and taxes such Authorized Officer deems necessary, appropriate, or desirable, and (ii) negotiating, executing, delivering, performing and filing any and all additional documents, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with, or in furtherance of, the Chapter 11 Case with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

II. Retention of Advisors

RESOLVED, that, in connection with the Chapter 11 Case, any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to employ and retain all assistance by legal counsel, accountants, financial advisors, investment bankers and other professionals, on behalf of the Company, which such Authorized Officer deems necessary, appropriate or advisable in connection with, or in furtherance of, the Chapter 11 Case, with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

RESOLVED, that the law firm of Weil, Gotshal & Manges LLP, located at 767 Fifth Avenue, New York, New York 10153, is hereby retained as counsel for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that the law firm of Richards, Layton & Finger, P.A., located at One Rodney Square, 920 North King Street, Wilmington, Delaware 19807, is hereby retained as local counsel for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that the firm of Lazard Frères & Co. LLC, located at 30 Rockefeller Plaza, New York, New York 10112, is hereby retained as investment banker for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that the firm of PricewaterhouseCoopers LLP, located at 300 Madison Avenue, New York, New York 10017, is hereby retained as financial advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that the firm of Ernst & Young LLP, located at 5 Times Square, New York, New York 10036, is hereby retained as tax advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that the firm of Prime Clerk LLC, located at 830 Third Avenue, 9th Floor, New York, New York 10022, is hereby retained as claims, noticing and solicitation agent and administrative advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds, including, without limitation, (i) the payment of any consideration, (ii) the payment of fees, expenses and taxes such Authorized Officer deems necessary, appropriate, or desirable, and (iii) negotiating, executing, delivering, performing, and filing any and all documents, motions, pleadings, applications, declarations, affidavits, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with the engagement of professionals contemplated by the foregoing resolutions (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

III. Accommodation Agreement

RESOLVED, that any Authorized Officer is hereby authorized, empowered, and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file or record, and perform, (i) that certain accommodation agreement (the "**Accommodation Agreement**"), substantially in the form presented to the Board, by and among the parties described therein, (ii) all provisions for adequate protection to be made by the Company and certain of its U.S. and Mexican direct and indirect subsidiaries, as set forth in the Accommodation Agreement, and (iii) such other documents, agreements, instruments and certificates as may be required by the Accommodation Agreement; and be it further

IV. General Authorization and Ratification

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts or deeds, including, but not limited to, (i) the negotiation of such additional agreements, amendments, modifications, supplements, reports, documents, instruments, applications, notes or certificates not now known but which may be required, (ii) the execution, delivery and filing (if applicable) of any of the foregoing, and (iii) the payment of all fees, consent payments, taxes and other expenses as any such Authorized Officer, in his or her sole discretion, may approve or deem necessary, appropriate or desirable in order to carry out the intent and accomplish the purposes of the foregoing resolutions and the transactions contemplated thereby, all of such actions, executions, deliveries, filings and payments to be conclusive evidence of such approval or that such Authorized Officer deemed the same to meet such standard; and be it further

RESOLVED, that any and all past actions heretofore taken by any Authorized Officer, any director, or any member of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved in all respects; and be it further

RESOLVED, that this Consent may be executed in any number of counterparts, and transmitted by facsimile or in portable document format (.pdf), each of which when executed shall have the same force and effect as an original, and all of which shall together constitute one and the same instrument.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned, being all of the members of the board of directors of the Company, hereby consent to the foregoing recitals and resolutions, effective as of the date first written above.

BOARD OF DIRECTORS:


Yoichiro Nomura

Satoshi Seita

Hiroshi Shimizu

IN WITNESS WHEREOF, the undersigned, being all of the members of the board of directors of the Company, hereby consent to the foregoing recitals and resolutions, effective as of the date first written above.

BOARD OF DIRECTORS:

Yoichiro Nomura



Satoshi Seita

Hiroshi Shimizu

[Signature Page to Written Consent of the Board of Directors – TK Holdings Inc.]

IN WITNESS WHEREOF, the undersigned, being all of the members of the board of directors of the Company, hereby consent to the foregoing recitals and resolutions, effective as of the date first written above.

BOARD OF DIRECTORS:

Yoichiro Nomura

Satoshi Seita



Hiroshi Shimizu

[Signature Page to Written Consent of the Board of Directors -- TK Holdings Inc.]

Fill in this information to identify the case:Debtor Name TK Holdings Inc.United States Bankruptcy Court for the: District of Delaware

Case number (if known): _____

Check if this is an
amended filingOfficial Form 204**Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders****12/15**

A list of creditors holding the 50 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 50 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Honda 24000 Honda Parkway Marysville, OH 43040	Name: Tom Lake Telephone: Email: tom_lake@ham.honda.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
2	Toyota 6565 Headquarters Drive Plano, TX 75024	Name: Cortney Romans Telephone: Email: cortney.romans@toyota.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
3	FCA 800 Chrysler Drive, Auburn Hills MI 48321-8004 USA	Name: Sigmund Huber Telephone: Email: sig.huber@fcagroup.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
4	Mazda 3-1 Shinchi, Fuchu-cho, Aki-gun Hiroshima, Japan 730-8670	Name: Mr. Tetsuto Nakamura, General Manager, Purchasing Division Telephone: Email: nakamura tet@mazda.co.jp	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
5	Nissan 39001 Sunrise Farmington Hills, MI 48331	Name: Don Parshall Telephone: Email: don.parshall@nissan-usa.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
6	BMW Knorrstrasse 147 München, Germany 80788	Name: Sven Hofmann Telephone: Email: sven.sh.hofmann@bmw.de	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
7	Ford Town Center Offices, 18900 Michigan Ave Dearborn MI 48126, USA	Name: Dennis Barrish Telephone: Email: dbarrish@ford.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined

Debtor TK Holdings Inc.

Case number (if known)

Name

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
8	GM/Saab 30001 Van Dyke Road, Mail Code: 480-210-855 Warren, MI 48090-9020	Name: Mark Fisher Telephone: Email: mark.w.fischer@gm.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
9	Mitsubishi 1, Nakashinkiri, Hashime-cho, Okazaki, Aichi Pref., Japan	Name: Takashi Ito Telephone: Email: takashi.ito@mitsubishi-motors.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
10	Subaru 2235 Marlton Pike W Cherry Hill, NJ 08002, USA	Name: Terri Woodard Claybrook, Director-Associate General Counsel Telephone: Email: tclaybrook@subaru.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
11	Daimler/Mercedes Benz/Daimler Trucks HPC: G036, Schickardstr. 30, D-71034 Böblingen, Germany	Name: Goetz Rachner Telephone: Email: goetz.rachner@daimler.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
12	Volkswagen/Audi Brieffach 1618, D-38436 Wolfsburg, Germany	Name: Dirk Taeger Telephone: Email: dirk.taeger@volkswagen.de	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
13	Tesla 3500 Deer Creek Road Palo Alto, CA 94304, USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
14	Forest River 55470 Country Road 1 Elkhart, IN 4614	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
15	Fisker 5515 East La Palma Anaheim, CA 92807 USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
16	Ferrari 250 Sylvan Ave Englewood Cliffs, NJ 07632, USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
17	Jaguar Land Rover First Floor Building 552-G/8/3 Banbury Road Gaydon, UK CV35 0RR	Name: Antony Cunningham Telephone: Email: ACunning@jaguarlandrover.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
18	US Economic Loss MDL Class Action, Plaintiffs Steering Committee Podhurst Orseck, P.A., 25 W. Flagler St., Ste. 800 Miami, FL 33130	Name: Peter Prieto of Podhurst Orseck, P.A. as Chair Lead Counsel Telephone: 305-358-2800 Fax: 305-358-2382 Email:	Litigation - Economic Loss	C, U, D			Undetermined
19	Canada Economic Loss Class Action Plaintiffs 1561 Ouellette Avenue Windsor, Ontario, N8X 1K5	Name: Suttis, Strosberg LLP Telephone: 519-258-9333 Fax: 866-316-5311 Email:	Litigation - Economic Loss	C, U, D			Undetermined

Debtor TK Holdings Inc.

Case number (if known)

Name

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
20 State of Hawaii, by its Office of Consumer Protection Cronin, Fried, Sekiya, Kekina & Fairbanks 600 Davies Pacific Center 841 Bishop Street Honolulu, Hawaii 96813	Name: L. Richard Fried, Jr. Patrick F. McTernan Telephone: 808-524-1433 Email:	Litigation	C, U, D			Undetermined
21 U.S. Virgin Islands, by its Attorney General on behalf of the Department of Licensing and Consumer Affairs Motley Rice LLC 401 9th St. NW, Suite 1001 Washington, DC 20004	Name: Linda Singer Telephone: 202-386-9626 ext. 5626 Fax: 202-386-9622 Email:	Litigation	C, U, D			Undetermined
22 State of New Mexico, by its Attorney General Dicello, Levitt & Casey Ten North Dearborn Street, 11th Floor Chicago, Illinois 60602	Name: Adam J. Levitt Telephone: 312-214-7900 Email:	Litigation	C, U, D			Undetermined
23 National Highway Traffic Safety Administration 1200 New Jersey Avenue, SE, West Building Washington, DC 20590	Name: Telephone: Email:	Fines & Penalties				\$180,000,000.00
24 Daicel Safety Systems 720 Old Liberty Church Road Beaver Dam, KY 42320	Name: Stacey Veteto Telephone: 270-274-2600 Email:	Trade				\$11,371,896.48
25 XPO Logistics Worldwide 560 Mission Street, Suite 2950 San Francisco, CA 94105-2992	Name: Eric Rudkin Telephone: 503-450-5806 Email:	Trade	U			\$5,000,000.00
26 Special Devices, Inc. 3431 N. Reseda Circle Mesa, AZ, 44060, US	Name: Abel Tejada Telephone: 480-832-0774 Email:	Trade				\$3,973,346.78
27 ARC Automotive 1357 Veterans Way Morgantown, KY 42261	Name: Bob Knight Telephone: 734-340-4980 Email:	Trade				\$2,058,845.29
28 O&S California, Inc. 9731 Siempre Viva Road, Suite E San Diego, CA 92154	Name: Bianca Gonzalez Telephone: 619-661-1800 Fax: 619 661-1900 Email:	Trade				\$1,761,915.09
29 Pegasus Auto Parts Arco Vial 3.8 Numero 3810, Santa Catarina Nuevo Leon, CP 66100, Mexico	Name: Masamichi Mima Telephone: 555-136-3377 Email:	Trade				\$1,489,561.60
30 Kayaku Safety Systems De Ave. Ruben J. Villarreal S/N Ex. Hacienda San Isidro, Salinas Victoria Nuevo Leon, Mexico 65503	Name: Alex Orozco Telephone: 8158-0000 X475 Email:	Trade				\$1,392,726.64
31 Praxair Mexico S De R Biologo Masimino Mtz 3804, San Salvador Xochimanca PME960701GGo Mexico D.F. MX 02870	Name: Carlos Cazares Telephone: 866-635-3162 Email:	Trade				\$1,132,128.85

Debtor TK Holdings Inc.

Case number (if known)

Name

32	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
	Robles, Delia represented by Contreras, Jose 19182 Lyle Ave Corona, CA 92881	Name: Delia Robles Telephone: 951-283-9337 Email:	Litigation - Personal Injury	C, U, D			Undetermined
	Krasulja, Janiece 450 Seventh Avenue - 44th Floor New York, NY 10123	Name: Marc J. Rothenberg / The Rothenberg Law Firm Telephone: Email: 212-563-0100	Litigation - Personal Injury	C, U, D			Undetermined
	Contreras, Jose; Martinez, Jessica and Daisy 1055 West 7th Street, 33rd Floor Penthouse Los Angeles, CA 90017	Name: Child & Marton LLP Telephone: 213-627-3113 Fax: 213-623-9237 (fax) Email:	Litigation - Personal Injury	C, U, D			Undetermined
	Shinsho K'mac 26200 Town Center Dr #160 Novi, MI, 38655, US	Name: Yuki Yoshida Telephone: 248-305-9174 Fax: 248-305-9365 Email:	Trade				\$995,458.03
	AFX Industries LLC 1411 Third Street, Suite G Port Huron, MI 48060	Name: Telephone: 810-966-4650 Fax: 810-987-8149 Email: mlowrie@afxindustries.com	Trade				\$857,251.77
	3D Plastic, Inc. P.O. Box 72488 Cleveland, OH 44192-0002	Name: Linda Boles Telephone: 903-291-9333 Fax: 903-844-9338 Email:	Trade				\$833,151.93
	J&S America 1820 E. University Drive, Auburn, AL 36830	Name: C/O Machen, McChesney & Chastain Telephone: 334-501-8900 Fax: 334-501-8905 Email:	Trade				\$790,789.68
	Matsuju Mexicana Sa De CV Circuito San Roque Sur 323 C.P. 36275 Parque Industrial Santa Fe Ampliacion Silao Guanajuato Mexico	Name: Shoji Kanbara Telephone: 472-748-9092 Email:	Trade				\$783,108.87
	Extra Publicidad Y Servicios, S.A De C.V. Brasil 607 A Col. Guadalupe 25750- Monclova Monclova Coahuila De Zaragoza Mexico	Name: Gerardo Aguilar Telephone: 866-631-2269 Email:	Trade				\$773,227.30
	Hy-GRO Chemicals Unit 203,204 2nd Floor; Sardar Patel Road, Secunderabaad, A.P. India	Name: Vivek Bishnoi Telephone: 00 91 4 27720233 Fax: 00 91 4 27848394 Email:	Trade				\$755,176.02
	Hayakawa Electronics 10 Industrial Drive Oxford, MS, L71 4x6, US	Name: Allison Bailey Telephone: 662-234-1410 Fax: 662-234-1429 Email:	Trade				\$704,557.30
	Kalkaska Screw Products 775 Rabourn Road Kalkaska, MI, 48026, US	Name: Paul Stewart Telephone: 231-258-2560 Fax: 231-258-5215 Email:	Trade				\$670,452.50
	Indiana Automotive 1300 West Anderson Boulevard Greenfield, IN, 48375, US	Name: Cleo Walker Telephone: 317-467-0100 X231 Fax: 317-467-0400 Email:	Trade				\$644,814.81

Debtor TK Holdings Inc.

Case number (if known)

Name

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
45	STT USA Inc 28175 Haggerty Road Suite 159 Novi, MI 48377	Name: Atsuharu Uchida Telephone: 248-994-5733 Email:	Trade				\$619,752.00
46	Gemini Plastics Inc. 4385 Garfield St Udly, MI, 60673-7149, US	Name: Telephone: 989-658-8557 Fax: 989-658-8041 Email:	Trade				\$613,483.61
47	Global Tek (WUXI) CO LTD No 17-15 Change Jiang S RD, Wuxi Nat'l Hi-Tech Ind De, Wuxi Jiangsu, China 214028	Name: Daisie Chen Telephone: 801-391-7511 Email:	Trade				\$501,554.69
48	Gentherm Inc 21680 Haggerty Road Northville, MI 48167	Name: Elias Chidiac Telephone: 248-504-0500 Fax: 248-348-9734 Email: info@gentherm.com	Trade				\$482,928.89
49	Higuchi Manufacturing America LLC. 14901 Southton Road San Antonio, TX 78112	Name: Makoto Suzuki Telephone: 210-633-2877 Fax: 210-633-9228 Email:	Trade				\$474,346.25
50	Mitsubishi Chemical 2001 Hood Road Greer, SC, 45403, US	Name: Traci Mefford Telephone: 864-879-5269 or 864-879-5613 Email:	Trade				\$469,684.75

Fill in this information to identify the case and this filing:Debtor Name TK Holdings Inc.United States Bankruptcy Court for the: District of Delaware

Case number (If known): _____

Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors****12/15**

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- ☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- ☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- ☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- ☐ Schedule H: Codebtors (Official Form 206H)
- ☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☒ Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- ☐ Other documents that require a declaration:

I declare under penalty of perjury that the foregoing is true and correct.

Executed on: 06/25/2017
MM/DD/YYYY

x

/s/ Ken Bowling
Signature of individual signing on behalf of debtor

Ken Bowling
Printed name

Secretary
Position or relationship to debtor

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

	X		
	:		
In re	:		Chapter 11
	:		
TK HOLDINGS INC., et al.,	:		Case No. 17– _____ ()
	:		
Debtors.¹	:		Joint Administration Requested
	:		
	X		

**CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT
TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1 AND LOCAL RULE 1007-1(a)**

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure and Rule 1007-1(a) of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware, TK Holdings Inc. (“*TKH*”) and its affiliated debtors in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the “*Debtors*”), respectfully represent:

1. The Debtors are each, directly or indirectly, wholly-owned subsidiaries of Takata Corporation (“*TKJP*”), a corporation organized under the laws of Japan and publicly traded on the Tokyo Stock Exchange under the trading name “7312T.” To the best of the Debtors’ knowledge and belief, based on third party information and publicly filed disclosures, no person or entity, directly owns 10% or more of TKJP’s common stock other than TKJ Co., Ltd., which owns fifty-two and one-tenth percent (52.1%). One hundred percent (100%) of the ownership interests of TKJ Co., Ltd. is directly owned by Takata Sogyo Corporation. Attached hereto as **Exhibit A** is

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Takata Americas (9766); TK Finance, LLC (2753); TK China, LLC (1312); TK Holdings Inc. (3416); Takata Protection Systems Inc. (3881); Interiors in Flight Inc. (4046); TK Mexico Inc. (8331); TK Mexico LLC (9029); TK Holdings de Mexico, S. de R.L. de C.V. (N/A); Industrias Irvin de Mexico, S.A. de C.V. (N/A); Takata de Mexico, S.A. de C.V. (N/A); and Strosshe-Mex, S. de R.L. de C.V. (N/A). Except as otherwise set forth herein, the Debtors’ international affiliates and subsidiaries are not debtors in these chapter 11 cases. The location of the Debtors’ corporate headquarters is 2500 Takata Drive, Auburn Hills, Michigan 48326.

an organizational chart reflecting all of the ownership interests of the Debtors and their non-debtor affiliates.

2. As set forth on **Exhibit A**, nineteen and two-tenths percent (19.2%) of the ownership interests of Takata Americas is directly owned by TKJP, sixty-eight and three-tenths percent (68.3%) is directly owned by Takata International Finance B.V. ("**TIF**"), a Besloten Vennootschap organized under the laws of the Netherlands, and the remaining twelve and one-half percent (12.5%) is directly owned by European Automotive Systems Limited ("**EASL**"), a limited liability company organized under the laws of the United Kingdom. Each of TIF and EASL is, directly or indirectly, wholly-owned by TKJP.
3. One hundred percent (100%) of the ownership interests of TK Finance, LLC ("**TK Finance**") is directly owned by Takata Americas.
4. One hundred percent (100%) of the ownership interests of TK China, LLC is directly owned by TK Finance and indirectly owned by Takata Americas.
5. Ninety-nine and six-tenths percent (99.6%) of the ownership interests of TKH is directly owned by Takata Americas and the remaining four-tenths percent (0.4%) is directly owned by TKJP.
6. One hundred percent (100%) of the ownership interests of Takata Protection Systems Inc. ("**TPS**") is directly owned by TKH and indirectly owned by Takata Americas.
7. One hundred percent (100%) of the ownership interests of Interiors in Flight Inc. is directly owned by TPS and indirectly owned by TKH and Takata Americas.
8. One hundred percent (100%) of the ownership interests of TK Mexico Inc. ("**TKMP**") is directly owned by TKH and indirectly owned by Takata Americas.
9. One hundred percent (100%) of the ownership interests of TK Mexico LLC ("**TKML**") is directly owned by TKMI and indirectly owned by TKH and Takata Americas.
10. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of TK Holdings de Mexico, S. de R.L. de C.V. ("**TK Holdings de Mexico**") is directly owned by TKMI

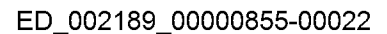
and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. TK Holdings de Mexico is indirectly owned by TKH and Takata Americas.

11. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Industrias Irvin de Mexico, S.A. de C.V. ("*Industrias Irvin*") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. Industrias Irvin is indirectly owned by TKMI, TKH, and Takata Americas.
12. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Takata de Mexico, S.A. de C.V. ("*TK DM*") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. TK DM is indirectly owned by TKMI, TKH, and Takata Americas.
13. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Strosshe-Mex, S. de R.L. de C.V. ("*SMX*") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. SMX is indirectly owned by TKMI, TKH, and Takata Americas.

Exhibit A

Corporate Organizational Chart

Corporate Organizational Chart



Fill in this information to identify the case and this filing:Debtor Name TK Holdings Inc.United States Bankruptcy Court for the: District of Delaware

Case number (If known): _____

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12/15

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Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- ☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- ☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- ☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- ☐ Schedule H: Codebtors (Official Form 206H)
- ☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☐ Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- ☒ Other documents that require a declaration: Corporate Ownership Statement

I declare under penalty of perjury that the foregoing is true and correct.

Executed on: 06/25/2017
MM/DD/YYYY

x

/s/ Ken Bowling
Signature of individual signing on behalf of debtor

Ken Bowling
Printed name

Secretary
Position or relationship to debtor

LIST OF EQUITY SECURITY HOLDERS

(TK Holdings Inc.)

Name and Last Known Address of Equity Interest Holder	Kind/Class of Interest	Number of Interests Held
<p>Takata Americas</p> <p>2500 Takata Drive Auburn Hills, Michigan 48326</p>	Common Stock	99.6%
<p>Takata Corporation</p> <p>Tokyo Front Terrace 2-3-14 Higashishinagawa, Shinagawa-ku, Tokyo 140-0002, Japan</p>	Common Stock	0.4%

Fill in this information to identify the case and this filing:Debtor Name TK Holdings Inc.United States Bankruptcy Court for the: District of Delaware

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- ☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☐ Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- ☒ Other documents that require a declaration: List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on: 06/25/2017
MM/DD/YYYY

x

/s/ Ken Bowling
Signature of individual signing on behalf of debtor

Ken Bowling
Printed name

Secretary
Position or relationship to debtor